

**FILE ON OR BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE**

LIMITED PARTNERSHIP ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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FILED
98 OCT 20 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



1. Name of Limited Partnership PREMIERE PARTNERS III LIMITED PARTNERSHIP	1a. DOCUMENT # B96000000182
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Mailing Address 2407 S. NEIL STREET CHAMPAIGN IL 61820	Principal Office Address 2407 S. NEIL STREET CHAMPAIGN IL 61820
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3. Date Formed or Registered 05/20/1996	5a. Capital Contributions as Shown on record. 55,000,000 \$30,000,000.00
3a. Date of Last Report 09/16/1997	5b. Amount of Capital Contributions in FLORIDA to date: 44,000,000
4. State or Country of Formation IL	
6. FEI Number 36-6945944	<input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable
7. Certificate of Status Desired	<input type="checkbox"/> \$8.75 Additional Fee Required
8. Make check payable to: Dept. of State (See reverse side for fee information)	

2. Mailing Address Suite, Apt. #, etc. City & State Zip Country	2a. Principal Office Address Suite, Apt. #, etc. City & State Zip Country
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9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324	10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code
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10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) _____

DATE _____

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

11. Name(s) of General Partner(s) WESTCHESTER GROUP, INC. COZAD ASSET MANAGEMENT, INC.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 2407 S. NEIL STREET 2500 GALEN DRIVE	11b. City, State & Zip Code CHAMPAIGN IL 61820 CHAMPAIGN IL 61821	11c. Registration/Document Number M83776 P17098
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Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE _____

DATE 10-7-98

Typed or Printed Name of General Partner Signing Form

Stuart T. Megcham Secretary

Daytime Telephone Number

217-356-8363

CR2E003 (8/98)